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Form 990-PF

Return of Private Foundation or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation

2010

Department of the Treasury Internal Revenue Service

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2010, or tax year beginning 01-01-2010, and ending 12-31-2010

Check all that apply: Initial return, Amended return, Initial return of a former public charity, Address change, Final return, Name change

Name of foundation: 18 Pomegranates Inc. A Employer identification number: 26-2000133. B Telephone number: (800) 839-1754. H Check type of organization: Section 501(c)(3) exempt private foundation. I Fair market value of all assets at end of year: \$2,503,945.

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12), Operating and Administrative Expenses (13-26), and Summary (27-29).

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

Part II Balance Sheets		Beginning of year			End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing						
	2 Savings and temporary cash investments	103,628	324,185	324,185			
	3 Accounts receivable <input type="checkbox"/> _____ Less allowance for doubtful accounts <input type="checkbox"/> _____						
	4 Pledges receivable <input type="checkbox"/> _____ Less allowance for doubtful accounts <input type="checkbox"/> _____						
	5 Grants receivable						
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)						
	7 Other notes and loans receivable (attach schedule) <input type="checkbox"/> _____ Less allowance for doubtful accounts <input type="checkbox"/> _____						
	8 Inventories for sale or use						
	9 Prepaid expenses and deferred charges						
	10a Investments—U S and state government obligations (attach schedule)	501,564 <input type="checkbox"/>	515,166	560,015			
	b Investments—corporate stock (attach schedule)	1,771,491 <input type="checkbox"/>	1,189,605	1,369,262			
	c Investments—corporate bonds (attach schedule)	206,281 <input type="checkbox"/>	206,281	219,103			
	11 Investments—land, buildings, and equipment basis <input type="checkbox"/> _____ Less accumulated depreciation (attach schedule) <input type="checkbox"/> _____						
	12 Investments—mortgage loans						
	13 Investments—other (attach schedule)	42,328 <input type="checkbox"/>	27,800	31,380			
	14 Land, buildings, and equipment basis <input type="checkbox"/> _____ Less accumulated depreciation (attach schedule) <input type="checkbox"/> _____						
15 Other assets (describe <input type="checkbox"/> _____)							
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,625,292	2,263,037	2,503,945				
Liabilities	17 Accounts payable and accrued expenses						
	18 Grants payable						
	19 Deferred revenue						
	20 Loans from officers, directors, trustees, and other disqualified persons						
	21 Mortgages and other notes payable (attach schedule)						
	22 Other liabilities (describe <input type="checkbox"/> _____)						
23 Total liabilities (add lines 17 through 22)		0					
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.						
	24 Unrestricted						
	25 Temporarily restricted						
	26 Permanently restricted						
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.						
	27 Capital stock, trust principal, or current funds						
	28 Paid-in or capital surplus, or land, bldg, and equipment fund						
	29 Retained earnings, accumulated income, endowment, or other funds	2,625,292	2,263,037				
30 Total net assets or fund balances (see page 17 of the instructions)	2,625,292	2,263,037					
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,625,292	2,263,037					

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,625,292
2	Enter amount from Part I, line 27a	2	-362,255
3	Other increases not included in line 2 (itemize) <input type="checkbox"/> _____	3	
4	Add lines 1, 2, and 3	4	2,263,037
5	Decreases not included in line 2 (itemize) <input type="checkbox"/> _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,263,037

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1 a Publicly-traded Securities			
b Passthrough K1 Capital Gain			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 641,449		636,256	5,193
b			5,169
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			5,193
b			5,169
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	10,362
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	392,863	2,696,330	000 145703
2008	102,021	1,672,848	000 060986
2007			
2006			
2005			

2 Total of line 1, column (d).	2	000 206689
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	000 103345
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5.	4	2,545,004
5 Multiply line 4 by line 3.	5	263,013
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	828
7 Add lines 5 and 6.	7	263,841
8 Enter qualifying distributions from Part XII, line 4.	8	444,371

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	828
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2.	3	828
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	828
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	1,315
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	1,315
8	Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	487
11	Enter the amount of line 10 to be Credited to 2011 estimated tax <input type="checkbox"/> 487 Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		No
c Did the foundation file Form 1120-POL for this year?		No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		No
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	Yes	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/> _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation .</i>	Yes	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV</i>		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		No

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		No	
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No	
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ _____	13	Yes		
14 The books are in care of ▶ <u>co Foundation Source</u> Telephone no ▶ <u>(800) 839-1754</u> Located at ▶ <u>501 Silverside Road Suite 123 Wilmington DE</u> ZIP+4 ▶ <u>198091377</u>				
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶ <table border="1" style="display:inline-table; vertical-align:middle;"><tr><td style="width:50px; text-align:center;">15</td></tr></table>	15			
15				
16 At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No	

See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶ _____

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

		Yes	No
File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a During the year did the foundation (either directly or indirectly)			
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? . . . Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	1b		No
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c		No
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions).	2b		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.</i>)	3b		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b		No

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions). Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. Yes No

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
If "Yes," attach the statement required by Regulations section 53.4945–5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Francine Lavin Weaver PO Box 19649 Boulder, CO 80308	President / Director / Secretary 001 00	0		

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Shari Edelstein 117 Main St Seymour, CT 06483	Executive Director 030 00	64,546	4,887	

Total number of other employees paid over \$50,000. Yes No

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

Part VIII

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Total number of others receiving over \$50,000 for professional services. ▶		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 Chidush is a program of the Foundation that encourages innovative educational lesson plans by honoring local Jewish educators in Boulder, CO who submit award winning lesson plans reviewed by a community Volunteer Review Committee	16,367
2 Dare to Do is a community-wide project of the Foundation whose mission is to inform, involve, and inspire a Boulder Jewish community that is engaged and vibrant	10,359
3 Seed Council is an advisory council of the Foundation that is geared to promote leadership and philanthropy	7,523
4 	

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 	
2 	
All other program-related investments See page 24 of the instructions	
3 	
Total. Add lines 1 through 3. ▶	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	2,329,446
b	Average of monthly cash balances.	1b	254,314
c	Fair market value of all other assets (see page 24 of the instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	2,583,760
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	2,583,760
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions) <input type="checkbox"/>	4	38,756
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,545,004
6	Minimum investment return. Enter 5% of line 5.	6	127,250

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part.)

1	Minimum investment return from Part X, line 6.	1	127,250
2a	Tax on investment income for 2010 from Part VI, line 5.	2a	828
b	Income tax for 2010 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	828
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	126,422
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	126,422
6	Deduction from distributable amount (see page 25 of the instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	126,422

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26 <input checked="" type="checkbox"/>	1a	444,371
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	444,371
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions).	5	828
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	443,543

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				126,422
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only.				
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2010				
a From 2005.				
b From 2006.				
c From 2007.				
d From 2008.				44,832
e From 2009.				259,424
f Total of lines 3a through e.	304,256			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ <u>444,371</u>				
a Applied to 2009, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions).				
d Applied to 2010 distributable amount.				126,422
e Remaining amount distributed out of corpus	317,949			
5 Excess distributions carryover applied to 2010 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	622,205			
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions.				
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions.				
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions).				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions).				
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a.	622,205			
10 Analysis of line 9				
a Excess from 2006.				
b Excess from 2007.				
c Excess from 2008.				44,832
d Excess from 2009.				259,424
e Excess from 2010.				317,949

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling.

b Check box to indicate whether the organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 27 of the instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

Francine Lavin Weaver

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number of the person to whom applications should be addressed

b The form in which applications should be submitted and information and materials they should include

c Any submission deadlines

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

Part XV **Supplementary Information** (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See Additional Data Table				
Total				3a 305,508
b <i>Approved for future payment</i>				
Total				3b

TY 2010 General Explanation Attachment

Name: 18 Pomegranates Inc

EIN: 26-2000133

Software ID: 10000149

Software Version: 2010.2.15

Identifier	Return Reference	Explanation
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**TY 2010 Investments Corporate
Bonds Schedule**

Name: 18 Pomegranates Inc

EIN: 26-2000133

Software ID: 10000149

Software Version: 2010.2.15

Name of Bond	End of Year Book Value	End of Year Fair Market Value
GE CAP FINL INC RETAIL - 5.000 - 08/13/2013 36160XAV9 4500000.00%	46,800	48,944
GE CAPITAL INTERNOTES 5.37500 02/15/2016 CALL 36966RBQ8 3000000.00%	29,892	30,142
GENERAL ELEC CAP CORP MTN BE 5.62500 05/01/2018 36962G3U6 3000000.00%	29,348	32,774
WELLS FARGO CO NEW NT 5.25000 10/23/2012 949746NW7 10000000.00%	100,241	107,243

TY 2010 Investments Corporate Stock Schedule

Name: 18 Pomegranates Inc

EIN: 26-2000133

Software ID: 10000149

Software Version: 2010.2.15

Name of Stock	End of Year Book Value	End of Year Fair Market Value
500 shares of IPATH DJ AIGCITR ETN DJP	19,490	24,560
1925 shares of ISHARES BARCLAYS TIPS BOND FUND TIP	199,077	206,977
1050 shares of ISHARES DOW JONES US REAL ESTATE IYR	40,060	58,758
1000 shares of ISHARES LEH AGGREGATE FD AGG	101,104	105,750
1060 shares of ISHARES RUSSELL 2000 IWM	64,706	82,934
830 shares of ISHARES TRUST MSCI EAFE INDEX FUND EFA	40,123	48,323
800 shares of ISHARES TRUST RUSSELL 1000 GROWTH INDEX FD IWF	44,720	45,808
400 shares of ISHARES TRUST RUSSELL 1000 VALUE INDEX FUND IWD	20,053	25,948
9229 shares of PAX WORLD BALANCED FUND PAXWX	198,441	206,353
3018 shares of PROFESSIONALLY MANAGED PORT PORTFOLIO 21 PORTX	77,341	97,397
400 shares of SPDR DJ GLOBAL REAL ESTATE RWO	17,514	14,828
500 shares of SPDR SP 500 ETF TRUST SPY	45,716	62,875
440 shares of SPDR SP MIDCAP 400 EFT TRUST MDY	49,972	72,459
9505 shares of VANGAURD FTSE SOCIAL INDEX VFTSX	70,000	71,857
16818 shares of VANGUARD INTERMEDIATE-TERM CORPORATE FUND VFICX	150,000	166,838
1300 shares of WISDOMTREE EMERGING MARKETS EQUITY INCOME FUND DEM	51,288	77,597

**TY 2010 Investments Government
Obligations Schedule**

Name: 18 Pomegranates Inc

EIN: 26-2000133

Software ID: 10000149

Software Version: 2010.2.15

**US Government Securities - End of
Year Book Value:** 515,166

**US Government Securities - End of
Year Fair Market Value:** 560,015

**State & Local Government
Securities - End of Year Book
Value:**

**State & Local Government
Securities - End of Year Fair
Market Value:**

TY 2010 Investments - Other Schedule

Name: 18 Pomegranates Inc

EIN: 26-2000133

Software ID: 10000149

Software Version: 2010.2.15

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
POWERSHARES DB AGRICULTURE FUND DBA		27,800	31,380

TY 2010 Other Expenses Schedule

Name: 18 Pomegranates Inc

EIN: 26-2000133

Software ID: 10000149

Software Version: 2010.2.15

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Administrative Fees	14,675			14,675
Bank Fees	149	149		
Equipment Purchase and Maintenance	755			755
Indemnification insurance premium payments	1,250			1,250
K1 passthrough POWERSHARES DB AGRICULTURE FUND	249	249		
Office Supplies	1,149			1,149
Communications	60			60
Postage fees	476			476
State or Local Filing Fees	25			25
Web Site Costs	937			937

TY 2010 Other Income Schedule

Name: 18 Pomegranates Inc

EIN: 26-2000133

Software ID: 10000149

Software Version: 2010.2.15

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
POWERSHARES DB AGRICULTURE FUND K-1 Pass-Through Share of Partnership Income/Loss	31	31	

TY 2010 Other Professional Fees Schedule

Name: 18 Pomegranates Inc

EIN: 26-2000133

Software ID: 10000149

Software Version: 2010.2.15

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment Management Services	6,110	6,110		
Consulting Services	16,523			16,523

TY 2010 Taxes Schedule

Name: 18 Pomegranates Inc

EIN: 26-2000133

Software ID: 10000149

Software Version: 2010.2.15

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Estimated Tax for 2010	700	0	0	0

Additional Data

Software ID: 10000149
Software Version: 2010.2.15
EIN: 26-2000133
Name: 18 Pomegranates Inc

Part VI Line 7 - Tax Paid Original Return: 1315

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ADVENTURE RABBI TRIPS 5353 MANHATTAN CIR STE 103 BOULDER, CO 80303	N/A	509(a)(1)	General Unrestricted	360
ALLIED JEWISH FEDERATION OF COLORAD 300 S DAHLIA ST 300 DENVER, CO 80246	N/A	509(a)(1)	General Unrestricted	100
ALLIED JEWISH FEDERATION OF COLORAD 300 S DAHLIA ST 300 DENVER, CO 80246	N/A	509(a)(1)	Charitable Event	180
ALLIED JEWISH FEDERATION OF COLORAD 300 S DAHLIA ST 300 DENVER, CO 80246	N/A	509(a)(1)	Charitable Event	100
AMERICAN JEWISH WORLD SERVICE INC 45 W 36TH ST 11TH FL NEW YORK, NY 10018	N/A	509(a)(1)	AJWSs effort to empower women in developing countries	15,000
AMIGOS DE LAS AMERICAS PO BOX 571222 HOUSTON, TX 77257	N/A	509(a)(1)	General Unrestricted	56
BOULDER JEWISH NEWS 4800 BASELINE RD STE E014-448 BOULDER, CO 80303	N/A	509(a)(1)	Young Membership Engagement Project	2,500
BOULDER JEWISH NEWS 4800 BASELINE RD STE E014-448 BOULDER, CO 80303	N/A	509(a)(1)	Charitable Event	250
BOULDER JEWISH COMMUNITY CENTER 3800 KALMIA AVE BOULDER, CO 80301	N/A	509(a)(1)	General Unrestricted	200
BOULDER JEWISH COMMUNITY CENTER 3800 KALMIA AVE BOULDER, CO 80301	N/A	509(a)(1)	Early Childhood Program	90
BOULDER JEWISH COMMUNITY CENTER 3800 KALMIA AVE BOULDER, CO 80301	N/A	509(a)(1)	Jewish Educational Outreach and Programming	36,000
BOULDER JEWISH COMMUNITY CENTER 3800 KALMIA AVE BOULDER, CO 80301	N/A	509(a)(1)	Crayons to Calculators Project	1,800
BOULDER JEWISH COMMUNITY CENTER 3800 KALMIA AVE BOULDER, CO 80301	N/A	509(a)(1)	Charitable Event	360
BOULDER JEWISH COMMUNITY CENTER 3800 KALMIA AVE BOULDER, CO 80301	N/A	509(a)(1)	Charitable Event	5,400
BOULDER JEWISH COMMUNITY CENTER 3800 KALMIA AVE BOULDER, CO 80301	N/A	509(a)(1)	18 Pomegranates Chidush Initiative	5,400
Total			3a	305,508

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BOULDER JEWISH COMMUNITY FOUNDATION 5390 CENTENNIAL TRL BOULDER, CO 80303	N/A	509(a)(1)	General Unrestricted	54
BOULDER JEWISH DAY SCHOOL 7415 LOOKOUT RD LONGMONT, CO 80503	N/A	509(a)(2)	General Unrestricted	180
BOULDER JEWISH DAY SCHOOL 7415 LOOKOUT RD LONGMONT, CO 80503	N/A	509(a)(2)	Sponsorship of the day schools upcoming community wide tribute	360
BYAHAD BYAHAD-TREX C/O BOULDER JEWISH COM BOULDER, CO 80301	N/A	509(a)(1)	General Unrestricted	180
CENTER FOR JEWISH CULTURE CREATIV 423 N PALM DR STE 102 BEVERLY HILLS, CA 90210	N/A	509(a)(1)	Bible Raps Project	4,750
CENTER FOR JEWISH CULTURE CREATIV 423 N PALM DR STE 102 BEVERLY HILLS, CA 90210	N/A	509(a)(1)	eJewish Philanthropy	360
CHABAD JEWISH CENTER OF LONGMONT IN 195 S MAIN ST 4 LONGMONT, CO 80501	N/A	509(a)(1)	Camp Gan Izzy Scholarship	1,000
COLORADO AGENCY FOR JEWISH EDUCATIO 300 S DAHLIA ST STE 101 DENVER, CO 80246	N/A	509(a)(1)	Boulder Hebrew High Program	270
COLORADO AGENCY FOR JEWISH EDUCATIO 300 S DAHLIA ST STE 101 DENVER, CO 80246	N/A	509(a)(1)	Boulder Hebrew High Retreats Program	10,000
CONGREGATION BONAI SHALOM 1527 CHERRYVALE RD BOULDER, CO 80303	N/A	509(a)(1)	Bonai Shalom Religious School Program	720
CONGREGATION BONAI SHALOM 1527 CHERRYVALE RD BOULDER, CO 80303	N/A	509(a)(1)	Shavuot Program of Haver - the Boulder Rabbini Council	1,800
CONGREGATION BONAI SHALOM 1527 CHERRYVALE RD BOULDER, CO 80303	N/A	509(a)(1)	Tuv Haaretz Project	2,650
CONGREGATION HAR HASHEM 3950 BASELINE RD BOULDER, CO 80303	N/A	509(a)(1)	Grinspoon-Steindhart Awards Program	1,000
CONGREGATION HAR HASHEM 3950 BASELINE RD BOULDER, CO 80303	N/A	509(a)(1)	Charitable Event	360
CONGREGATION NEVEI KODESH 3269 28TH ST BOULDER, CO 80301	N/A	509(a)(1)	General Unrestricted	1,884
Total				305,508

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FIRST DESCENTS 6000 GREENWOOD PLZ BLVD STE 120 GREENWOOD VLG, CO 80111	N/A	509(a)(1)	General Unrestricted	25
HEIFER PROJECT INTERNATIONAL 1 WORLD AVE LITTLE ROCK, AR 72202	N/A	509(a)(1)	General Unrestricted	100
HILLEL OF COLORADO 2390 S RACE ST DENVER, CO 80210	N/A	509(a)(1)	Charitable Event	360
JEWISH EDUCATION SERVICE OF NORTH A 318 W 39TH ST 5TH FL NEW YORK, NY 10018	N/A	509(a)(2)	General Unrestricted	10,000
JEWISH FAMILY SERVICE OF COLORADO I 3201 S TAMARAC DR DENVER, CO 80231	N/A	509(a)(1)	Programs in Boulder, CO	360
JEWISH FUNDERS NETWORK 150 W 30TH ST RM 900 NEW YORK, NY 10001	N/A	509(a)(1)	Foundation Membership Program	850
JEWISH FUNDS FOR JUSTICE INC 330 7TH AVE STE 210 NEW YORK, NY 10001	N/A	509(a)(1)	General Unrestricted	3,600
KEHILATH AISH KODESH 1805 BALSAM AVE BOULDER, CO 80304	N/A	509(a)(1)	General Unrestricted	360
KEHILATH AISH KODESH 1805 BALSAM AVE BOULDER, CO 80304	N/A	509(a)(1)	Soul Food Program	1,800
KEHILATH AISH KODESH 1805 BALSAM AVE BOULDER, CO 80304	N/A	509(a)(1)	Kids Kibbutz Camp Scholarship	500
KEHILATH AISH KODESH 1805 BALSAM AVE BOULDER, CO 80304	N/A	509(a)(1)	Charitable Event	360
LIMMUD COLORADO 3551 S MONACO PKWY STE 18 DENVER, CO 80237	N/A	509(a)(2)	General Unrestricted	6,000
LUBAVITCH OF BOULDER COUNTY INC 4900 SIOUX DR BOULDER, CO 80303	N/A	509(a)(1)	General Unrestricted	180
MENORAH - THE BOULDER CENTER FOR AD 3800 KALMIA AVE BOULDER, CO 80301	N/A	509(a)(2)	Charitable Event	1,000
NATIONAL OUTDOOR LEADERSHIP SCHOOL 284 LINCOLN ST LANDER, WY 82520	N/A	509(a)(1)	General Unrestricted	25
Total				305,508

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NATIONAL YIDDISH BOOK CENTER INC 1021 W ST AMHERST, MA 01002	N/A	509(a)(1)	Summer Internship Program	10,000
NEHIRIM 189 CANOPUS HOLLOW RD PUTNAM VALLEY, NY 10579	N/A	509(a)(1)	Charitable Event	1,800
NEW ISRAEL FUND 1101 14TH ST NW 6TH FL WASHINGTON, DC 20005	N/A	509(a)(1)	General Unrestricted	54
RAMAH IN THE ROCKIES 5600 S QUEBEC ST STE 250-C GREENWOOD VILLAGE, CO 80111	N/A	509(a)(1)	Pomegranate Pavilion Project	65,000
RAMAH IN THE ROCKIES 5600 S QUEBEC ST STE 250-C GREENWOOD VILLAGE, CO 80111	N/A	509(a)(1)	Participants in the summer camp scholarship	40,000
RAMAH IN THE ROCKIES 5600 S QUEBEC ST STE 250-C GREENWOOD VILLAGE, CO 80111	N/A	509(a)(1)	Charitable Event	2,500
ROSE COMMUNITY FOUNDATION 600 S CHERRY ST STE 1200 DENVER, CO 80246	N/A	509(a)(1)	Hazon Fund	24,000
ROSE COMMUNITY FOUNDATION 600 S CHERRY ST STE 1200 DENVER, CO 80246	N/A	509(a)(1)	Mazel Tot Project	1,000
SOUTHERN POVERTY LAW CENTER INC 400 WASHINGTON AVE MONTGOMERY, AL 36104	N/A	509(a)(1)	General Unrestricted	100
STEPPING STONES TO A JEWISH ME INC 300 S DAHLIA STE 101 DENVER, CO 80246	N/A	509(a)(1)	General Unrestricted	250
STEPPING STONES TO A JEWISH ME INC 300 S DAHLIA STE 101 DENVER, CO 80246	N/A	509(a)(1)	Boulder Program	13,000
STEPPING STONES TO A JEWISH ME INC 300 S DAHLIA STE 101 DENVER, CO 80246	N/A	509(a)(1)	Boulder Stepping Stones Project	3,000
STEPPING STONES TO A JEWISH ME INC 300 S DAHLIA STE 101 DENVER, CO 80246	N/A	509(a)(1)	Charitable Event	3,640
SURPRISE LAKE CAMP 307 7TH AVE STE 900 NEW YORK, NY 10001	N/A	509(a)(1)	Teva Learning Center - Climate Change Bus Tour	3,000
UNIVERSITY OF COLORADO FOUNDATION 4740 WALNUT ST BOULDER, CO 80301	N/A	509(a)(1)	Jewish Service Learning Internship Program - Program of Jewish Studies	10,000
Total				305,508

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
UNIVERSITY OF MONTANA FOUNDATION PO BOX 7159 MISSOULA, MT 59807	N/A	509(a)(1)	ASUM Hillel Division	100
WELFARE RIGHTS ORGANIZATION 2600 BANKS ST NEW ORLEANS, LA 70119	N/A	509(a)(1)	General Unrestricted	6,000
WOMEN FOR WOMEN INTERNATIONAL 4455 CONNECTICUT AVE STE 200 WASHINGTON, DC 20008	N/A	509(a)(1)	To support women survivors of war rebuild their lives	3,000
YESOD FOUNDATION 525 CANYON BLVD BOULDER, CO 80302	N/A	509(a)(1)	Reb Zalman Legacy Project	180
Total ▶ 3a				305,508